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(6) CITY Washingto	n							(7) STATE	(8) ZIP CODE 20006	
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COLE, BAYWID & BRAVERMAN, L.L.P.

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO.

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COLE, RAYWID & BRAVERMAN, L.L.P.

1919 PENNSYLVANIA AVE. N.W. **WASHINGTON, DC 20006-3458**

BANK OF AMERICA 02992 DC 15-120-540

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03/01/2002 **FCC**

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TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

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COLE, RAYWID & BRAVERMAN, L.L.P.

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1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No

3b) If the answer to Item 3a is 'Yes', is this a notification of a *pro forma* transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation?

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? **Yes**

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? **Yes**

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

r: 042511164	10b) SGIN: 999	10c) FCC Registration Number (FRN): 0003622214		
MI:	Last Name:	Suffix:		
: MEDIAONE OF	MASSACHUSETT	s, INC.		
NER	, , , , , , , , , , , , , , , , , , ,			
And / Or	15) Street Addre	ss:		
	17) State: CO	18) Zip: 80217		
19) Telephone Number: (720)267-2700		20) FAX:		
): MEDIAONE OF NER And / Or	MI: Last Name:): MEDIAONE OF MASSACHUSETT: NER And / Or 15) Street Addre 17) State: CO		

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Kace.	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic of Latino.	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Num	ber:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
24) First Name (if individual):	MI:	Last Name:	Suffix:
25) Entity Name (if not an individu	al): AT&T COF	RP.	
26) P.O. Box:	And / Or	27) Street Addr	ess: 32 AVENUE OF THE AMERICAS
28) City: NEW YORK		29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387	-4000	32) FAX:	
33) E-Mail Address:	A. W. MANUTE VIANT		

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: STEVEN	MI:	Last Name: HORVITZ	Suffix:			
35) Company Name: COLE, F	RAYWID & BRA	VERMAN, LLP				
36) P.O. Box: And / Or 37) Street Address: 1919 PENNSYLVANIA AVENUE, N.W., SUITE 200						
38) City: WASHINGTION		39) State: DC	40) Zip: 20006			
41) Telephone Number: (202)	659-9750	42) FAX:				
43) E-Mail Address:						

Assignee/Transferee Information

44) The Assignee is a(n): Corporat	ion		
45a) Taxpayer Identification Numbe	r: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:		V VV VI	49) TIN:
50) Attention To: THOMAS R. NATI	HAN	97. 1 Paulification and Community Community Community	
51) P.O. Box:	And / Or	52) Street Addre	ss: 1500 MARKET STREET
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981-7	535	57) FAX:	
58) E-Mail Address:			

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:		
60) Company Name: LAWLER, I	METZGER & MILKN	IAN, LLC			
61) P.O. Box: And / Or 62) Street Address: 1909 K STREET, NW, SUITE 820					
63) City: WASHINGTON		64) State: DC	65) Zip: 20006		
66) Telephone Number: (202)77	7-7700	67) FAX:			
68) E-Mail Address:					

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

transferred until the consent of t required because the transactio	he Federal Communicati n is subject to streamline	authorization will not be assigned or that ons Commission has been given, or (2) to detect notification procedures for pro forma at and Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not
		s made in this application and in the exhiloplication, and are true, complete, correc	
79) Typed or Printed Name of P	arty Authorized to Sign		
First Name: RICK	Mi: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT			
Signature: RICK D BAILEY		81) Date: 02/20/02	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
83) Title: OFFICER	and the second s		
Signature: ARTHUR R BLOCK		84) Date: 02/20/02	
WILLFUL FALSE STATEMENTS MADE OF IMPRISONMENT (U.S. Code, Title 18, SepERMIT (U.S. Code, Title 47, Section 312)	ction 1001) AND/OR	REVOCATION OF ANY STATION LIC	ENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service		88) Path Number 89) Lower or Center (Microwave only) Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WPMU989	AL	-			Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
(02.101.1)			and the second s

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small **Business Consortium**

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	02/20/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177285699625111546336688.pdf

READ INSTRU		REFULLY							Approved by OMB
BEFORE PROC	EEDING		FEDERAL C	OMMUNICATION	S COMMISS	ION			3060-0589
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				N A - PAYER INF	ORMATION				
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· · · · · · · · · · · · · · · · · · ·			SECTION E - CRE		ENT INFOR	MATION			
(31)		MASTERCARE	O/VISA ACCOUNT NU	JMBER:					EXPIRATION
MASTE	RCARD								DATE:
		<u>.</u>			··				
VISA	I hereby ai	uthorize the F(CC to charge my VIS	A or MASTERCAR	D for the serv	ice(s)/auth	orization	herein desc	ribed.
	SIGNATU	IRF				13 4 TF	•		
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COLE, RAYWID & BRAVERMAN, L.L.P.

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO.

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COLE, RAYWID & BRAVERMAN, L.L.P.

1919 PENNSYLVANIA AVE. N.W. WASHINGTON, DC 20006-3458

BANK OF AMERICA 02992 DC 15-120-540

CHECK NO. 74491

CHECK DATE

VENDOR NO.

FCC 03/01/2002

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CHECK AMOUNT

50.00

TO THE ORDER

40348

FEDERAL COMMUNICATIONS

COMMISSION

#O74491# #O54001204# 002086050069#

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COLE, RAYWID & BRAVERMAN, L.L.P.

030102

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FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 02/28/2002 at 11:40AM
		File Number: 0000777992

1) Application Purpose: Transfer of Control2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application

File Number:

2b) File numbers of related pending applications currently on file with the FCC:

Type of Transaction

currently on file with the FCC.

3a) Is this a pro forma assignment of authorization or transfer of control? No

3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation?

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? **Yes**

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? **Yes**

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Numbe	r: 042900004	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0003613155
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual): MEDIAONE OF	LOS ANGELES, IN	C.
13) Attention To: STEPHEN FLESS	NER	7 - 7 - 7 - 7 - 7 - 7 - 7 - 7 - 7 - 7 -	
14) P.O. Box; 5630	And / Or	15) Street Addres	ss:
16) City: DENVER		17) State: CO	18) Zip: 80217
19) Telephone Number: (720)267-2	700	20) FAX:	<u> </u>
21) E-Mail Address:			

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Maco.	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			THE WALL

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number	er:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
24) First Name (if individual):	MI:	Last Name:	Suffix:
25) Entity Name (if not an individua	I): AT&T COF	₹P.	
26) P.O. Box:	And / Or	27) Street Addr	ess: 32 AVENUE OF THE AMERICAS
28) City: NEW YORK		29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387-4	1000	32) FAX:	
33) E-Mail Address:		**************************************	

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: STEVEN	MI:	Last Name: HORVITZ	Suffix:
35) Company Name: COLE, F	AYWID & BRA	VERMAN, LLP	
36) P.O. Box:	And / Or	37) Street Address: 1919 PENNSYL	LVANIA AVENUE, N.W., SUITE 200
38) City: WASHINGTON		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)	659-9750	42) FAX:	
43) E-Mail Address:			

Assignee/Transferee Information

45a) Taxpayer Identification Number	r: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	Mi:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: THOMAS R. NATI	HAN		
51) P.O. Box:	And / Or	52) Street Addre	ss: 1500 MARKET STREET
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981-7	535	57) FAX:	
58) E-Mail Address:			

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE	MI:	Last Name: CALLAHAN Suffix:		
60) Company Name: LAWLER, I	METZGER & MILKN	IAN, LLC		
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREE	T, NW, SUITE 820	
63) City: WASHINGTON		64) State: DC	65) Zip: 20006	
66) Telephone Number: (202)77	7-7700	67) FAX:		
68) E-Mail Address:				

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
competition? If 'Yes', attach exhibit explaining circumstances.	1
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

-			
transferred until the consent of the required because the transaction	e Federal Communicat is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) and notification procedures for <i>pro forma</i> a and Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not
		s made in this application and in the exhi pplication, and are true, complete, correc	
79) Typed or Printed Name of Pa	rty Authorized to Sign		
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT			
Signature: RICK D BAILEY		81) Date: 02/28/02	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR MI: R Last Name: BLOCK 83) Title: OFFICER Signature: ARTHUR R BLOCK 84) Date: 02/28/02	OCK Suffix:
	and the second s
JOHN COLOR TO LOCAL JOHN CARE, UZIZOVZ	/02
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHA	<u> </u>

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WPGA736	AL				Yes
WNTH283	AL				Yes
WNTD907	AL				Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
			•

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177285152723708745338644.pdf

READ INSTRUCTIONS CAREFULLY Approved by OMB BEFORE PROCEEDING 3060-0589 FEDERAL COMMUNICATIONS COMMISSION Page No 1 of 2 REMITTANCE ADVICE SPECIAL USE (1) LOCKBOX # 358994 MAR 0 6 2002 FCC USE ONLY FCU/MALLON SECTION A - PAYER INFORMATION (2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) (3) TOTAL AMOUNT PAID (U.S. Dollars and cents) Cole, Raywid & Braverman, L.L. \$150.00 (4) STREET ADDRESS LINE NO. I 1919 Pennsylvania Ave., N.W. (5) STREET ADDRESS LINE NO. 2 Suite 200 (7) STATE (6) CITY (8) ZIP CODE 20006 Washington DC (9) DAYTIME TELEPHONE NUMBER (include area code) (10) COUNTRY CODE (if not in U.S.A.) 202 - 6599750 US FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED (11) PAYER (FRN) (12) PAYER (TIN) 0003 7942 0520820071 78 IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT. COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) (13) APPLICANT NAME AT&T COMCAST CORPORATION (14) STREET ADDRESS LINE NO. 1 **1500 MARKET STREET** (15) STREET ADDRESS LINE NO. 2 (16) CITY (17) STATE (18) ZIP CODE **PHILADELPHIA** 19102 (19) DAYTIME TELEPHONE NUMBER (include area code) (20) COUNTRY CODE (if not in U.S.A.) (215) 981-7535 FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED (22) APPLICANT (TIN) (21) APPLICANT (FRN) 0270000798 0006 9247 COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET (24A) PAYMENT TYPE CODE (25A) QUANTITY (23A) CALL SIGN/OTHER ID **WNTD907 PATM** FCC USE ONLY (27A) TOTAL FEE (26A) FEE DUE FOR (PTC) \$50.00 \$50.00 (28A) FCC CODE 1 (29A) FCC CODE 2 0000777992 (24B) PAYMENT TYPE CODE (23B) CALL SIGN/OTHER ID (25B) QUANTITY **WNTH283 PATM** (27B) TOTAL FEE (26B) FEE DUE FOR (PTC) FCC USE ONLY \$50.00 (28B) FCC CODE 1 (29B) FCC CODE 2 0000777992 **SECTION D - CERTIFICATION** (30) CERTIFICATION STATEMENT the best of my knowledge, information and belief. SECTION E - CREDIT CARD PAYMENT INFORMATION MASTERCARD/VISA ACCOUNT NUMBER: **EXPIRATION** (31)DATE: MASTERCARD I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described. VISA SIGNATURE DATE

FEDERAL COMMUNICATIONS COMMISSION

SPECIAL USE	
FCC USE ONLY	

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			LY FOR EACH AD				
(13) APPLICANT NAME	ECTION BB -	ADDI	TIONAL APPLICA	NT INFO	RMATIO	N	
AT&T COMCAST CORPORATION	ON						
(14) STREET ADDRESS LINE NO. 1 1500 MARKET STREET							
(15) STREET ADDRESS LINE NO. 2							
(16) CITY PHILADELPHIA	11-4	·v	100			17) STATE	(18) ZIP CODE 19102
(19) DAYTIME TELEPHONE NUMBER (in 2159817535	clude area code)	(20) COUNTRY CODE	(if not in U.	S.A.)		
FCC REGISTRATIO	N NUMBER (FICATION	NUMBE	R (TIN)	REQUIRED
(21) APPLICANT (FRN) 0006329247		1.	2) APPLICANT (TIN) 0270000798				
IF MORE BOXES ARE NEED!	ED, USE ADDI	TION	AL FCC 159-C CON	TINUATI	ON SHE	ETS TO	LIST EACH SERVICE
	SECTI	ON CO	C - PAYMENT INFO				
(23A) CALL SIGN/OTHER ID WPGA736			(24A) PAYMENT TY PATM	PE CODE	(25A) QUA	NTITY	
(26A) FEE DUE FOR (PTC)	(27A) TOTAL F	EE	¢50.00	FCC USE	ONLY		
\$50.00 (28A) FCC CODE I	(29A) FO	20.000	\$50.00				
(20A) FCC CODE I	(29A) FC)E 2			·	0000777992
(23B) CALL SIGN/OTHER ID	<u> </u>		(24B) PAYMENT TY	PE CODE	(25B) QU	ANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL F	EE		FCC USE	ONLY	*****	
(28B) FCC CODE 1	(29B) FO	CC COD	DE 2				
(23C) CALL SIGN/OTHER ID			(24C) PAYMENT TY	PE CODE	(25C) QU	ANTITY	
(26C) FEE DUE FOR (PTC)	(27C) TOTAL F	EE		FCC USE	ONLY		
(28C) FCC CODE 1 (29C) FCC C		C COD	ODE 2				
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(23D) CALL SIGN/OTHER ID			(24D) PAYMENT TY	PE CODE	(25D) QU	ANIIIY	
(26D) FEE DUE FOR (PTC)	(27D) TOTAL F	EE		FCC USE	ONLY		
(28D) FCC CODE 1	(29D) FC	CC COD					
(23E) CALL SIGN/OTHER ID	<u> </u>	****	(24E) PAYMENT TYI		(25E) QUA		
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FI	EE		FCC USE	ONLY		
(28E) FCC CODE I	(29E) FC	C COD	E 2				
(23F) CALL SIGN/OTHER ID	Consideration of the Considera	**************************************	(24F) PAYMENT TYP	E CODE	(25F) QUA	NTITY	
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FE	E	1	FCC USE	ONLY		
(28F) FCC CODE 1	(29F) FC	C CODI	E 2				

COLE, RAYWID & BRAVERMAN, L.L.P.

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO.

74531

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
40388	030102	03/01/2002	150.00	150.00	0.00

COLE, RAYWID & BRAVERMAN, L.L.P.

BANK OF AMERICA

CHECK NO.

CHECK DATE

VENDOR NO.

1919 PENNSYLVANIA AVE. N.W.

WASHINGTON, DC 20006-3458

02992 DC 15-120-540 74531

03/01/2002

FCC

PAY

One hundred fifty and NO/100

CHECK AMOUNT

150.00

TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

40388

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74531

74531

COMMUNICATIONS COLE, RAYWID & BRAVERMAN

030102

03/01/2002

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FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 02/28/2002 at 11:34AM
		File Number: 0000779628

1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No

3b) If the answer to Item 3a is 'Yes', is this a notification of a *pro forma* transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation?

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? **Yes**

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? **Yes**

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock if required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Number:	883256965	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0004153193
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual):	MEDIAONE OF	EASTERN MICHIG	AN, INC.
13) Attention To: STEPHEN FLESSNE	R		
14) P.O. Box: 5630	And / Or	15) Street Addre	SS:
16) City: DENVER		17) State: CO	18) Zip: 80217
19) Telephone Number: (720)267-270)	20) FAX:	
21) E-Mail Address:			

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

:KACE:	American Indian or Alaska Native:	Asian:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:		• .
Gender:	Female:	Male:		

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Num	ber:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556	
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individu	ial): AT&T COI	₹P.		
26) P.O. Box:	And / Or	27) Street Address: 32 AVENUE OF THE AMERICAS		
28) City: NEW YORK		29) State: NY	30) Zip: 10013	
31) Telephone Number: (212)387-4000		32) FAX:	The second secon	
33) E-Mail Address:			The second secon	

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: STEVEN	MI:	Last Name: HORVITZ	Suffix:
35) Company Name: COLE, F	AYWID & BRA	VERMAN, LLP	
36) P.O. Box: And / Or 37) Street Address: 1919 PENNSYLVANIA AVENUE, NW., SUITE 200			
38) City: WASHINGTON		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)	659-9750	42) FAX:	
43) E-Mail Address:			

Assignee/Transferee Information

45a) Taxpayer Identification Numbe	r: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indivi	dual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:		The state of the s	49) TIN:
50) Attention To: THOMAS R. NATI	HAN		
51) P.O. Box:	And / Or	52) Street Addre	ss: 1500 MARKET STREET
53) City: PHILADELPHIA	***************************************	54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981-7	535	57) FAX:	
58) E-Mail Address:		-	

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:
60) Company Name: LAWLER,	METZGER & MILK	IAN, LLC	
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREE	T, NW., SUITE 820
63) City: WASHINGTON		64) State: DC	65) Zip: 20006
66) Telephone Number: (202)77	7-7700	67) FAX:	
68) E-Mail Address:			

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sele of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Kace.	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

transferred until the consent of the required because the transaction	e Federal Communicati is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) of notification procedures for pro forma a pand Order, 13 FCC Rcd. 6293(1998).	that prior Commission consent is not
		s made in this application and in the exhil pplication, and are true, complete, correc	
79) Typed or Printed Name of Par	ty Authorized to Sign		
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT			
Signature: RICK D BAILEY		81) Date: 02/28/02	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
83) Title: OFFICER			
Signature: ARTHUR R BLOCK	**************************************	84) Date: 02/28/02	
WILLFUL FALSE STATEMENTS MADE (IMPRISONMENT (U.S. Code, Title 18, SepERMIT (U.S. Code, Title 47, Section 31	ction 1001) AND/OR	REVOCATION OF ANY STATION LIC	CENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number 89) Lower or Center (Microwave only) Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WNCY842	AL				Yes
KNIV743	AL				Yes
KZF567	AL	or			Yes
KNGE319	AL	-			Yes
WPDP223	AL	-			Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

	Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
•		•	* * * * * * * * * * * * * * * * * * * *	

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

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Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	02/20/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177287267809831438219312.pdf

READ INSTRUCTIONS CAREFULLY Approved by OMB BEFORE PROCEEDING 3060-0589 FEDERAL COMMUNICATIONS COMMISSION Page No 1 of 2 MAR 0 6 2002 SPECIAL USE (1) LOCKBOX # 358994 FCC USE ONLY **SECTION A - PAYER INFORMATION** (2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) (3) TOTAL AMOUNT PAID (U.S. Dollars and cents) Cole, Raywid & Braverman, L.L. (4) STREET ADDRESS LINE NO. 1 1919 Pennsylvania Ave., N.W. (5) STREET ADDRESS LINE NO. 2 Suite 200 (7) STATE (6) CITY (8) ZIP CODE Washington DC (9) DAYTIME TELEPHONE NUMBER (include area code) (10) COUNTRY CODE (if not in U.S.A.) บร 202 - 6599750 FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED (11) PAYER (FRN) (12) PAYER (TIN) 0003 78 7942 0520820071 IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) (13) APPLICANT NAME AT&T COMCAST CORPORATION (14) STREET ADDRESS LINE NO. 1 1500 MARKET STREET (15) STREET ADDRESS LINE NO. 2 (16) CITY (17) STATE (18) ZIP CODE **PHILADELPHIA** PA 19102 (19) DAYTIME TELEPHONE NUMBER (include area code) (20) COUNTRY CODE (if not in U.S.A.) (215) 981-7535 FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED (21) APPLICANT (FRN) (22) APPLICANT (TIN) 0006 9247 0270000798 32 COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET 23A) CALL SIGN/OTHER ID (24A) PAYMENT TYPE CODE (25A) QUANTITY KZF567 **PATM** (26A) FEE DUE FOR (PTC) (27A) TOTAL FEE FCC USE ONLY \$50.00 \$50.00 (28A) FCC CODE I (29A) FCC CODE 2 0000779628 (23B) CALL SIGN/OTHER ID (24B) PAYMENT TYPE CODE (25B) QUANTITY **KNGE319 PATM** 1 (26B) FEE DUE FOR (PTC) (27B) TOTAL FEE FCC USE ONLY \$50.00 (28B) FCC CODE I (29B) FCC CODE 2 0000779628 **SECTION D - CERTIFICATION** (30) CERTIFICATION STATEMENT certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE SECTION E - CREDIT CARD PAYMENT INFORMATION MASTERCARD/VISA ACCOUNT NUMBER: **EXPIRATION** (31)

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.

MASTERCARD

SIGNATURE _

VISA

DATE

DATE:

FEDERAL COMMUNICATIONS COMMISSION

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TO THE ORDER OF

FEDERAL COMMUNICATIONS

COMMISSION

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COLE, RAYWID & BRAVERMAN, L.L.P.

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FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 02/28/2002 at 11:30AM
		File Number: 0000788371

1) Application Purpose: Transfer of Control

2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.

2b) File numbers of related pending applications currently on file with the FCC:

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No

3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation?

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? **Yes**

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Number: 050340958		10b) SGIN: 999	10c) FCC Registration Number (FRN): 0003597689				
11) First Name (if individual):	MI:	Last Name:	Suffix:				
12) Entity Name (if not an individua	I): MEDIAONE EI	NTERPRISES, INC.					
13) Attention To: STEPHEN FLESS	NER						
14) P.O. Box: 5630	And / Or	15) Street Addre	SS:				
16) City: DENVER		17) State: CO	18) Zip: 80217				
19) Telephone Number: (720)267-2700		20) FAX:					
21) E-Mail Address:							

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Num	ber:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
24) First Name (if individual):	MI:	Last Name:	Suffix:
25) Entity Name (if not an individu	ial): AT&T COF	₹P.	
26) P.O. Box:	And / Or	27) Street Addr	ess: 32 AVENUE OF THE AMERICAS
28) City: NEW YORK	•	29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387-4000		32) FAX:	
33) E-Mail Address:			

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: STEVEN MI:		Last Name: HORVITZ	Suffix:
35) Company Name: COLE, F	AYWID & BRA	VERMAN, LLP	
36) P.O. Box:	LVANIA AVENUE, NW., SUITE 200		
38) City: WASHINGTON		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)	659-9750	42) FAX:	
43) E-Mail Address:			

Assignee/Transferee Information

45a) Taxpayer Identification Numbe	r: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247		
46) First Name (if individual): MI:		Last Name:	Suffix:		
47) Entity Name (if other than individ	dual): AT&T COM	CAST CORPORAT	TION		
48) Name of Real Party in Interest:		49) TIN:			
50) Attention To: THOMAS R. NATI	łAN				
51) P.O. Box:	And / Or	52) Street Addre	ss: 1500 MARKET STREET		
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102		
56) Telephone Number: (215)981-7535		57) FAX:			
58) E-Mail Address:			<u> </u>		

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE MI:		Last Name: CALLAHAN	Suffix:		
60) Company Name: LAWLER,	METZGER & MILKN	MAN, LLC			
61) P.O. Box:	And / Or	Or 62) Street Address: 1909 K STREET, NW., SUITE 820			
63) City: WASHINGTON		64) State: DC	65) Zip: 20006		
66) Telephone Number: (202)777-7700		67) FAX:			
68) E-Mail Address:		- \ <u></u>	1		

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

• •			
transferred until the consent of the required because the transaction	e Federal Communicat is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) to notification procedures for pro forma as and Order, 13 FCC Rcd. 6293(1998).	hat prior Commission consent is not
		s made in this application and in the exhit pplication, and are true, complete, correct	
79) Typed or Printed Name of Pa	rty Authorized to Sign		
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT			
Signature: RICK D BAILEY		81) Date: 02/28/02	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	1	•	90) Upper Frequency (MHz)	91) Constructed Yes / No
WQA655	AL				Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
		•	

3) Certification Statements

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Other	02/27/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177308420412426230833235.pdf

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(6) CITY								(7) STATE	(8) ZIP CC	
Washington								DC	2	0006
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(30) CERTIFICA	TION STATEM	ENT	<u> </u>	TON D - CL	A					
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the best of my kn	owledge, inform	ation and beli	ief. SIGNATI	URE (16/1	νς		DAT	e_3/4/	00
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VISA			C to charge my VIS				ce(s)/autl		herein desc	cribed.

COLE, RAYWID & BRAVERMAN, L.L.P.

' VENDOR

FEDERAL COMMUNICATIONS

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COLE, RAYWID & BRAVERMAN, L.L.P.

BANK OF AMERICA 02992 DC

CHECK NO.

CHECK DATE

VENDOR NO.

1919 PENNSYLVANIA AVE. N.W. WASHINGTON, DC 20006-3458

15-120-540

74490

03/01/2002

FCC

PAY

Fifty and NO/100

CHECK AMOUNT

50.00

TO THE ORDER OF

FEDERAL COMMUNICATIONS

COLE, RAYWID & BRAVERMAN, L.L.P.

COMMISSION

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03/01/2002

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FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 02/28/2002 at 11:20AM
		File Number: 0000777155

1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No

3b) If the answer to Item 3a is 'Yes', is this a notification of a *pro forma* transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation?

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? **Yes**

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? **Yes**

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock
If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of
any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Number	r: 840872151	10b) SGIN: 000	10c) FCC Registration Number (FRN): 00016116	80
11) First Name (if individual): MI:		Last Name:	Suffix:	
12) Entity Name (if not an individual): LASALLE TELE	COMMUNICATION	IS, INC.	
13) Attention To: STEPHEN FLESS	NER			
14) P.O. Box: 5630	And / Or	15) Street Addres	ss:	
16) City: DENVER		17) State: CO	18) Zip: 80217	
19) Telephone Number: (720)267-2700		20) FAX:		* =
21) E-Mail Address:				

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race.	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number: 24) First Name (if individual): MI:		23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556 Suffix:	
		Last Name:		
25) Entity Name (if not an individu	ial): AT&T COF	RP.		
26) P.O. Box:	And / Or	27) Street Address: 32 AVENUE OF THE AMERICAS		
28) City: NEW YORK		29) State: NY	30) Zip: 10013	
31) Telephone Number: (212)386-4000		32) FAX:		
33) E-Mail Address:				

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: STEVEN	MI:	Last Name: HORVITZ	Suffix:
35) Company Name: COLE, F	RAYWID & BRA	VERMAN, LLP	
36) P.O. Box:	And / Or	37) Street Address: 1919 PENNSYLVANIA AVENUE, NW., SUITE 200	
38) City: WASHINGTON		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)659-9750		42) FAX:	
43) E-Mail Address:			, and the second

Assignee/Transferee Information

44) The Assignee is a(n): Corpora	tion		
45a) Taxpayer Identification Number		45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indiv	idual): AT&T COM	CAST CORPORAT	ION
48) Name of Real Party in Interest:		49) TIN:	
50) Attention To: THOMAS R. NAT	HAN		
51) P.O. Box:	And / Or	52) Street Addre	ss: 1500 MARKET STREET
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981 -	7535	57) FAX:	
58) E-Mail Address:			<u> </u>

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

•		•	,	
59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:	
60) Company Name: LAWLER,	METZGER & MILK	MAN, LLC		
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREET, NW., SUITE 820		
63) City: WASHINGTON		64) State: DC	65) Zip: 20006	
66) Telephone Number: (202)777-7700		67) FAX:		
68) E-Mail Address:				

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	1
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

	Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity: Hispanic or Latino:		Hispanic or Latino:	Not Hispanic or Latino:		·	
	Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

required because the transaction	the Federal Communicat on is subject to streamline	authorization will not be assigned or that lons Commission has been given, or (2) and notification procedures for pro forma a pana and Order, 13 FCC Rcd. 6293(1998).	that prior Commission concept is not
The Assignor or Transferor of incorporated by reference are n	ertifies that all statement	s made in this application and in the exhil pplication, and are true, complete, correc	bits, attachments, or in documents
79) Typed or Printed Name of F		ppouton, and are trae, complete, correc	t, and made in good faith,
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT			j =
Signature: RICK D BAILEY		81) Date: 02/28/02	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
83) Title: OFFICER	\$,	
Signature: ARTHUR R BLOCK		84) Date: 02/28/02	
WILLFUL FALSE STATEMENTS MADE ON TIMPRISONMENT (U.S. Code, Title 18, Section PERMIT (U.S. Code, Title 47, Section 312(a)	n 1001) AND/OR	REVOCATION OF ANY STATION LIC	ENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service		89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	Yes / No
WNGX941	AL				Yes
WNTD934	AL				Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
, ,			` · ·

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177284124762655793253432.pdf

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING							Approved b	•
	ļ	OMMUNICAT	-		ON		30 Page No	1 of 1
(1) LOCKBOX # 358994	KEI	MITTANCE				SPECI	AL USE	
(1) LOCKBOX # 336777	Flouring	المطاسطة	MAI	80620	DZ.	FCC U	SE ONLY	
	SECTIO	N A - PAYER	INFOR	RMATION			S. 1. 18	
(2) PAYER NAME (if paying by credit card Cole, Raywid & Braverman, L.I	, enter name exactly as it					(3) TOTAL	AMOUNT PAID (U.S. Doll	ars and cents) \$100.00
(4) STREET ADDRESS LINE NO. 1 1919 Pennsylvania Ave., N.W.		·		· · · · · · · · · · · · · · · · · · ·	·			• • • • • • • • • • • • • • • • • • •
(5) STREET ADDRESS LINE NO. 2 Suite 200								
(6) CITY		·				(7) STATE	(8) ZIP CODE 20006	
Washington (9) DAYTIME TELEPHONE NUMBER (inc	clude area code)	(10) COUNTRY	Y CODE	(if not in U.	<u></u> S.A.)	<u>DC</u>	20006	<u>,</u>
202 - 6599750		us						
(11) PAYER (FRN)	ON NUMBER (FRN	() AND TAX II (12) PAYER (TI		FICATION	NUMBE	ER (TIN)	REQUIRED	
0003 78 7942		0520820071	1					
	E AND THE APPLICATION				-			
(13) APPLICANT NAME AT&T COMCAST CORPORATION		ANT, USE CO	MITAL	ATIONS	16613(1	ORWI I		
(14) STREET ADDRESS LINE NO. 1 1500 MARKET STREET						•		
(15) STREET ADDRESS LINE NO. 2								
(16) CITY PHILADELPHIA						(7) STATE PA	(18) ZIP CODE 19102	
(19) DAYTIME TELEPHONE NUMBER (in (215) 981-7535	nclude area code)	(20) COUNTRY	CODE (if not in U.S	.A.)			
FCC REGISTRATION (PRN)) AND TAX II (22) APPLICAN		FICATION	NUMBE	R (TIN)	REQUIRED	<u> </u>
0006 32 9247		0270000798						
COMPLETE SECTION C F	OR EACH SERVIC						INUATION SHEET	
23A) CALL SIGN/OTHER ID WNGX941		(24A) PAYM PATM	ENT TY	PE CODE	(25A) OU. 1	ANTITY		
26A) FEE DUE FOR (PTC) \$50.00	(27A) TOTAL FEE	\$:	50.00	FCC USE	ONLY			
28A) FCC CODE 1	(29A) FCC CC	ODE 2					0000	777155
23B) CALL SIGN/OTHER ID WNTD934		(24B) PAYM	ENT TY	PE CODE	(25B) QU	ANTITY	<u> 18 - Maria II. San San San San San San San San San San</u>	
26B) FEE DUE FOR (PTC) \$50.00	(27B) TOTAL FEE		50.00	FCC USE	ONLY			
28B) FCC CODE I	(29B) FCC CC						0000	777155
	SECT	ION D - CERT	FIFICA	TION				
(30) CERTIFICATION STATEMENT I,	, certi	fy underpenalty	of perjylg	that the for	egoing and	supporting	g information by true and	correct to
the best of my knowledge, information and be	elief. SIGNATL	JRE (Lite)	U_ /-	161		_ DAT	E3/4/07	
	SECTION E - CREI	DIT CARD PA	YMEN	T INFOR	MATION			
(31) MASTERCARD MASTERCARI	D/VISA ACCOUNT NU	MBER:					EXPIRATE:	ON
I hereby authorize the F	CC to charge my VIS.	A or MASTER	CARD	for the care	ce(e)/suiL	orization	herein described	/
SIGNATURE							nerein described.	
					L			- !!

COLE, RAYWID & BRAVERMAN, L.L.P.

VENDOR

FEDERAL COMMUNICATIONS

CHECK NO.

74523

OUR REF. NO.	YOUR INV. NO.	INVOICE DATE	INVOICE AMOUNT	AMOUNT PAID	DISCOUNT TAKEN
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COLE, RAYWID & BRAVERMAN, L.L.P.

BANK OF AMERICA 02992 DC

CHECK NO.

CHECK DATE

VENDOR NO.

1919 PENNSYLVANIA AVE. N.W. WASHINGTON, DC 20006-3458 15-120-540

74523

03/01/2002

FCC

PAY

One hundred and NO/100

CHECK AMOUNT

100.00

TO THE ORDER

FEDERAL COMMUNICATIONS

COMMISSION

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#074523# #054001204# 002086050069#

74523

74523

COLE, RAYWID & BRAVERMAN, L.L.P.

030102

03/01/2002

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1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	

Type of Transaction

3a) Is this a pro forma assignment of authorization or transfer of control? No
3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?

4) For assignment of authorization only, is this a partition and/or disaggregation?

5a) Does this filing request a waiver of the Commission rules?

If 'Yes', attach an exhibit providing the rule numbers and explaining circumstances. No

5b) If a feeable waiver request is attached, multiply the number of stations (call signs) times the number of rule sections and enter the result.

6) Are attachments being filed with this application? Yes

7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? **Yes**

7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

Transaction Information

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock if required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Numbe	r: 910789154	10b) SGIN: 000	10c) FCC Registration Number (FRN): 0001577931
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual): KING VIDEOC	ABLE COMPANY	
13) Attention To: STEPHEN FLESS	NER		
14) P.O. Box: 5630	And / Or	15) Street Addres	SS:
16) City: DENVER		17) State: CO	18) Zip: 80217
19) Telephone Number: (720)267-2	700	20) FAX:	
21) E-Mail Address:	PHP E		

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Kace.	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Num	ber:	23b) SGIN:	23c) FCC Registration Number (FRN): 0003470556
4) First Name (if individual): MI:		Last Name:	Suffix:
25) Entity Name (if not an individu	ial): AT&T COF	₹P.	
26) P.O. Box:	And / Or	27) Street Addr	ess: 32 AVENUE OF THE AMERICAS
28) City: NEW YORK	* · · · · · · · · · · · · · · · · · · ·	29) State: NY	30) Zip: 10013
31) Telephone Number: (212)387	-4000	32) FAX:	
33) E-Mail Address:			

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: STEVEN	MI:	Last Name: HORVITZ	Suffix:
35) Company Name: COLE, R	AYWID & BRA	VERMAN, LLP	
36) P.O. Box:	And / Or	37) Street Address: 1919 PENNSY	LVANIA AVENUE, NW., SUITE 200
38) City: WASHINGTON	, , , , , , , , , , , , , , , , , , , ,	39) State: DC	40) Zip: 20006
41) Telephone Number: (202)	659-9750	42) FAX:	
43) E-Mail Address:			

Assignee/Transferee Information

44) The Assignee is a(n): Corporat	ion		
45a) Taxpayer Identification Numbe	r: 270000798	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0006329247
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than individ	dual): AT&T COM	ICAST CORPORAT	TON
48) Name of Real Party in Interest:			49) TIN:
50) Attention To: THOMAS R. NATH	IAN		
51) P.O. Box: And / Or 52) Street Address: 1500 MARKET STREET		ess: 1500 MARKET STREET	
53) City: PHILADELPHIA		54) State: PA	55) Zip: 19102
56) Telephone Number: (215)981-7535		57) FAX:	
58) E-Mail Address:			

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: RENEE	MI:	Last Name: CALLAHAN	Suffix:
60) Company Name: LAWLER,	METZGER & MILKN	IAN, LLC	
61) P.O. Box:	And / Or	62) Street Address: 1909 K STREE	T, NW., SUITE 820
63) City: WASHINGTON		64) State: DC	65) Zip: 20006
66) Telephone Number: (202)77	7-7700	67) FAX:	
68) E-Mail Address:			

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
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78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

transferred until the consent of transferred because the transaction	the Federal Communicat in is subject to streamline	authorization will not be assigned or that ions Commission has been given, or (2) to definition procedures for pro forma as and Order, 13 FCC Rcd. 6293(1998).	hat prior Commission consent is not
		s made in this application and in the exhiloplication, and are true, complete, correct	
79) Typed or Printed Name of P	arty Authorized to Sign		
First Name: RICK	MI: D	Last Name: BAILEY	Suffix:
80) Title: VICE PRESIDENT			
Signature, DICK D BALLEY		91) Data: 02/28/02	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
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- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: ARTHUR	MI: R	Last Name: BLOCK	Suffix:
83) Title: OFFICER			
Signature: ARTHUR R BLOCK		84) Date: 02/28/02	
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number 89) Lower or Center (Microwave only) Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WXR661	AL				Yes
WPKP235	AL				Yes
WNPU503	AL				Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
(00.10.11)			

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	02/19/02	DESCRIPTION OF TRANSACTION/PUBLIC INTEREST STATEMENT	0177283934556503942923211.pdf